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8 Attorneys for  
KELORA SYSTEMS, LLC

**IN THE UNITED STATES DISTRICT COURT**

**FOR THE NORTHERN DISTRICT OF CALIFORNIA**

## OAKLAND DIVISION

eBay Inc. and Microsoft Corporation, ) No. 4:10-cv-4947-CW (filed Nov. 2, 2010)  
Plaintiffs and Counterclaim- )  
Defendants, ) DECLARATION OF BENJAMIN  
v. ) KLEINMAN IN SUPPORT OF  
Kelora Systems, LLC, ) KELORA'S OPPOSITION TO  
Defendant and Counterclaim-Plaintiff.) DEFENDANTS' CLAIM  
CONSTRUCTION BRIEF AND MOTION  
FOR SUMMARY JUDGMENT OF  
INVALIDITY AND  
NONINFRINGEMENT  
)

1	Kelora Systems, LLC,	) No. 4:11-cv-1548-CW (filed Nov. 8, 2010)
		) (related case)
2	<i>Plaintiff and Counterclaim-Defendant,</i>	)
3	v.	)
4	Target Corporation; OfficeMax	)
5	Incorporated; Rockler Companies, Inc.; 1-	)
6	800-Flowers.com, Inc.; Amazon.com, Inc.;	)
7	Dell, Inc.; Office Depot, Inc.; Newegg Inc.;	)
8	Costco Wholesale Corporation; Hewlett-	)
9	Packard Company; CircuitCity.com Inc.;	)
10	Audible, Inc.; and Zappos.com, Inc.,	)
11	<i>Defendants and Counterclaim-</i>	)
12	<i>Plaintiffs.</i>	)
13	OfficeMax Incorporated,	)
14	<i>Third-Party Plaintiff,</i>	)
15	v.	)
16	Adobe Systems Incorporated,	)
17	<i>Third-Party Defendant.</i>	)
18	Nebraska Furniture Mart, Inc.,	) No. 4:11-cv-2284-CW (filed Feb. 3, 2011)
19	<i>Plaintiff and Counterclaim-Defendant,</i>	) (related case)
20	v.	)
21	Kelora Systems, LLC,	)
22	<i>Defendant and Counterclaim-Plaintiff.</i>	)

1 I, Benjamin Kleinman, declare as follows:

2       1. I am an attorney with the law firm of Manatt, Phelps and Phillips, counsel for  
 3 Kelora Systems, LLC (“Kelora”) in the above-captioned actions. The facts are true and correct,  
 4 within my own personal knowledge, including through my communications with my colleagues  
 5 and my review of materials in my role as counsel in these actions. If called upon to do so, I could  
 6 and would competently testify as to those facts.

7       2. This declaration is submitted in support of Kelora’s Opposition to Defendants’  
 8 Claim Construction Brief and Motion for Summary Judgment of Invalidity and Non-  
 9 Infringement.

10      3. Attached as Exhibit A is a true and correct copy of a claim chart that is Appendix  
 11 A (Nebraska Furniture Mart) attached to Kelora’s Disclosure of Asserted Claims and  
 12 Infringement Contentions served on June 9, 2011.

13      4. Attached as Exhibit B is a true and correct copy of a claim chart that is Appendix  
 14 B (Cabela’s) attached to Kelora’s Disclosure of Asserted Claims and Infringement Contentions  
 15 served on June 9, 2011.

16      5. Attached as Exhibit C is a true and correct copy of a claim chart that is Appendix  
 17 C (Target Corporation) attached to Kelora’s Disclosure of Asserted Claims and Infringement  
 18 Contentions served on June 9, 2011.

19      6. Attached as Exhibit D is a true and correct copy of a claim chart that is Appendix  
 20 D (Office Max, Inc.) attached to Kelora’s Disclosure of Asserted Claims and Infringement  
 21 Contentions served on June 9, 2011.

22      7. Attached as Exhibit E is a true and correct copy of a claim chart that is Appendix  
 23 G (Rockler) attached to Kelora’s Disclosure of Asserted Claims and Infringement Contentions  
 24 served on June 9, 2011.

25      8. Attached as Exhibit F is a true and correct copy of a claim chart that is Appendix  
 26 H (1-800-FLOWERS) attached to Kelora’s Disclosure of Asserted Claims and Infringement  
 27 Contentions served on June 9, 2011.

1           9. Attached as Exhibit G is a true and correct copy of a claim chart that is Appendix  
 2 K (Amazon.com) attached to Kelora's Disclosure of Asserted Claims and Infringement  
 3 Contentions served on June 9, 2011.

4           10. Attached as Exhibit H is a true and correct copy of a claim chart that is Appendix  
 5 L (Dell, Inc.) attached to Kelora's Disclosure of Asserted Claims and Infringement Contentions  
 6 served on June 9, 2011.

7           11. Attached as Exhibit I is a true and correct copy of a claim chart that is Appendix M  
 8 (Office Depot) attached to Kelora's Disclosure of Asserted Claims and Infringement Contentions  
 9 served on June 9, 2011.

10          12. Attached as Exhibit J is a true and correct copy of a claim chart that is Appendix N  
 11 (Newegg) attached to Kelora's Disclosure of Asserted Claims and Infringement Contentions  
 12 served on June 9, 2011.

13          13. Attached as Exhibit K is a true and correct copy of a claim chart that is Appendix  
 14 O (Costco) attached to Kelora's Disclosure of Asserted Claims and Infringement Contentions  
 15 served on June 9, 2011.

16          14. Attached as Exhibit L is a true and correct copy of a claim chart that is Appendix P  
 17 (HPDC) attached to Kelora's Disclosure of Asserted Claims and Infringement Contentions served  
 18 on June 9, 2011.

19          15. Attached as Exhibit M is a true and correct copy of a claim chart that is Appendix  
 20 Q (CircuitCity.com) attached to Kelora's Disclosure of Asserted Claims and Infringement  
 21 Contentions served on June 9, 2011.

22          16. Attached as Exhibit N are true and correct excerpts of the deposition transcript of  
 23 Nicholas Arnett as taken on September 26, 2011.

24          17. Attached as Exhibit O are true and correct excerpts of the deposition transcripts of  
 25 Sheriff Danish as taken on January 20, 2009 in *PartsRiver, Inc. v. Shopzilla, Inc., et al.*, USDC,  
 26 EDTX, Case No. 2-07-cv-440-DF.

1       18. Attached as Exhibit P are true and correct excerpts of the deposition transcripts of  
2 Sheriff Danish as taken on January 21, 2009 in *PartsRiver, Inc. v. Shopzilla, Inc., et al.*, USDC,  
3 EDTX, Case No. 2-07-cv-440-DF.

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5       I declare under penalty of perjury under the laws of the United States of America that the  
6 foregoing is true and correct.

7       Executed this 11th day of October 2011, at Palo Alto, California.

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9       By: \_\_\_\_\_

10      Benjamin Kleinman

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